



AGENDA
CITIZEN ADVISORY REVIEW COMMITTEE

Friday, April 20, 2018
12:15 a.m.

Fremont Municipal Building
400 East Military Avenue
Fremont, Nebraska

1. Call to Order
2. Approval of minutes from February 2, 2018 meeting.
3. Consider Local Option Economic Development Application for DP Management on behalf of Fremont Mall, LLC.
4. Adjourn.

This agenda was posted at the Municipal Building on April 16, 2018 and was distributed to the members of the Citizen Advisory Review Committee on April 16, 2018. The official current copy is available at City Hall, 400 East Military Avenue. A copy of the Open Meeting Law is posted for review by the public.

**CITY OF FREMONT CITIZEN ADVISORY REVIEW COMMITTEE
FEBRUARY 2, 2018 – 8:15 A.M.**

A meeting of the Citizen Advisory Review Committee was held on February 2, 2018 at 8:15 a.m. in the Council Chambers at 400 East Military Avenue, Fremont, Nebraska. The meeting was preceded by publicized notice in the Fremont Tribune and the agenda displayed in the Municipal Building. The meeting was open to the public. A continually current copy of the agenda was available for public inspection at the office of the City Administrator, 400 East Military Avenue. The agenda was distributed to the Citizen Advisory Review Committee on January 30, 2018 and posted, along with the supporting documents, on the City's website. A copy of the open meeting law is posted continually for public inspection.

ROLL CALL

Roll call showed Members Johannsen, Wiese, Martinez, and Schultz present, Proskovec absent. 4 present, 1 absent. Others in attendance included Brian Newton, City Administrator; Garry Clark, Greater Fremont Development Council; Lottie Mitchell, City of Fremont; and Stacy Heatherly, The DIGG site.

APPROVE MINUTES

Moved by Member Schulz and seconded by Member Wiese to approve the minutes of the June 21, 2017 meeting. Motion carried 4-0.

REVIEW LOCAL OPTION ECONOMIC DEVELOPMENT APPLICATION FOR GREATER FREMONT DEVELOPMENT COUNCIL

Moved by Member Schultz and seconded by Member Wiese to approve the application of Greater Fremont Development Council. Motion carried 3-0. Johannsen abstained from voting and conversation.

CONSIDER FILM INCENTIVE REBATE PROGRAM APPLICATION FOR PATHFINDER MOTION PICTURE COMPANY.

Moved by Member Wiese and seconded by Member Martinez to approve the application of Pathfinder Motion Picture Company as an eligible application. Motion carried 4-0.

ADJOURNMENT

Meeting adjourned at 8:46. No motion received.

**CITY OF FREMONT, NEBRASKA
REQUEST FOR ASSISTANCE AGREEMENT**

THIS REQUEST, is made on this 16th day of April, 20 18, by Josh Vickery, on behalf of Fremont Mall LLC, of DP Management LLC

_____ (hereinafter referred to as the
("Applicant") to the City of Fremont, Nebraska (hereinafter referred to as the "City").

WITNESSETH:

WHEREAS, APPLICANT has requested the CITY to investigate the feasibility of obtaining an Local Option Development Plan Loan or Economic Enhancement Loan in connection with the financing of a project to be undertaken by Applicant.

NOW, THEREFORE, in consideration of the request the following may be done:

1. City agrees to work with the Applicant to investigate the feasibility of obtaining financing through a Local Option Development Plan Loan or Economic Enhancement Loan for the Project. City will investigate the financial condition of Applicant and determine whether or not a Local Option Development Plan Loan Application or Economic Enhancement Loan Application is appropriate. City will submit the needed paperwork for a Local Option Development Plan Loan or Economic Enhancement Loan for the Applicant to the appropriate committees and City Council, if:

- a. Applicant is within the eligibility criteria and the Project is likely to be approved by the City Council for an Local Option Development Plan Loan or Economic Enhancement Loan, and;
- b. All other elements of the Project can be financed and /or paid for through the infusion of equity capital by the Applicant.

2. If the City determines, in its sole discretion, that the Applicant is eligible for a Local Option Development Plan Loan or Economic Enhancement Loan, then, and in such event, City will advise and consult with the Applicant in the preparation by the Applicant for a complete set of Loan documents together with supporting exhibits, for the purpose of making applications for an Local Option Development Plan Loan or Economic Enhancement Loan (hereinafter referred to as the "Loan Package"). The Loan Package shall be for the sole benefit of the Applicant provided however, that such Loan Package shall be used by the City in connection with the Application for a City Loan on behalf of the Applicant, provided, however, that the Loan Package may be used by the Applicant in seeking financial assistance or guarantees from other governmental agencies and/or private lenders.

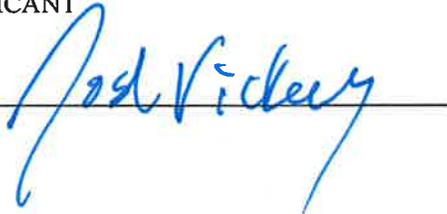
3. Applicant hereby acknowledges that the Applicant is charged with the actual responsibility of preparing the Loan Package, and that the City's sole responsibility in connection with the preparation of the Loan Package shall be to consult with and advise the Applicant. The Applicant further acknowledges that the Applicant will be required to promptly and accurately supply financial information concerning the Project, the operation of Project, together with the manner, method and terms of financing the Project. Applicant further specifically acknowledges and agrees that the obtaining of a Local Option Development Plan Loan or Economic Enhancement Loan, or any other financing is dependent upon many factors that the City cannot control, including but not limited to economic factors and the decisions of the City Council, accordingly, the City does not guarantee that the Applicant will obtain financing for the Project. Applicant hereby covenants and agrees that City shall not be responsible, in any manner, or liable to the Applicant or any other person in the event that the Applicant is unable to obtain a Local Option Development Plan Loan

or Economic Enhancement Loan for the Project, or any other type of financing for the Project, whether from the City or any other governmental or public source, or from any private financing sources. Applicant also further covenants and agrees that the City shall not be liable for any of the debts or obligations incurred in and for the assistance of benefit of the Applicant. Applicant further agrees that Applicant will hold the City harmless, and pay all costs and expenses, including attorney's fees, in the event that any claim is made or lawsuit is filed by or against the City arising out of any transaction with or assistance to the Applicant which may in any way be connected with the Agreement.

IN WITNESS WHEREOF, the parties hereto have executed, caused to be duly executed this Agreement, and have affixed or caused to be duly affixed hereto there seals, this 16th day of April, 2018.

APPLICANT

BY:

A handwritten signature in blue ink, appearing to read "Josh Vickerly", is written over a horizontal line. The signature is cursive and extends above and below the line.

FREMONT

NEBRASKA PATHFINDERS

Economic Enhancement Fund and Local Option Economic Development Loan Fund Application (Application is an Official Public Document)

PART I.

A. Business (Borrower) Information:

Name of Business to Receive Assistance: Fremont Mall LLC

Address: 860 E 23rd St

Fremont NE 68025
City State Zip

Contact Person: Josh Vickery Telephone No. (402) 493-2800 FAX No. ()

Business Classification (mark one): Manufacturing Warehousing and Distribution
 Service Research and Development
 Administrative Management Headquarters

Federal ID #: 473435502

Business Organization (mark one): Proprietorship Corporation Partnership Other

Does the Company have a Parent or Subsidiaries? Yes No

If Yes, Identify Name: Delta Plaza LLC

Address: 49 West 37th St. 9th Floor

New York NY 10018
City State Zip

Business Type: Start-up (0-5 yrs old) Buyout Existing If existing, years in Business 52

Ownership Identification: List all officers, directors, partners, owner, co-owners and all stockholders with 20% or more of the stock.

Name	Title	Ownership %
<u>Varri Jeidel</u>	<u>owner</u>	<u>50</u>
<u>Bangor Investments Inc</u>	<u>owner</u>	<u>50</u>

Employment Information

Personnel: (Full-Time-Equivalent, FTE is based upon 2,080 hours per year.)

Existing Number of Full-Time Equivalent Positions: _____

Full-Time-Equivalent Positions to be **Created** within 24 months of Application 50 jobs

Approval: _____
Include a list of hourly wages for all new jobs proposed.

If Jobs Would Be Lost Without Loan Approval, Total Number of Full-Time-Equivalent Jobs

Retained: _____

What is the Average Wage for Employees? _____

Duration of commitment to maintain jobs in the community _____ years.

Please describe all benefits which the business provides to employees:

B. Project Information

USES OF FUNDS:	Total Project Cost	Loan Funds Requested	Total Funds
Land Acquisition	_____	_____	_____
Building Acquisition	_____	_____	_____
Renovation	\$2,500,000	\$500,000	_____
New Facility Construction	_____	_____	_____
Acquisition of Machinery/Equipment	_____	_____	_____
Acquisition of Furniture/Fixtures	_____	_____	_____
Working Capital (Includes Inventory)	_____	_____	_____
Other (Specify)	_____	_____	_____
Total:	_____	_____	_____

Please identify any gaps in financing Gaps in financing will be done at owner's expense. We plan on spending \$2,500,000 for the overall project.

Project Schedule:

Initial tenant in JC Penney space will be under construction and finished by the end of 2018. The rest of the improvements will be dependent on leases, but within 24 mos.

C. SOURCES OF FUNDS:

Note: Public sources of financing require the participation of a Bank and/or an injection of equity (non-debt) funds.

Participating Lender Information:

Name of Lending Institution: _____

Address: _____

Contact Person: _____ Phone (____) _____

Loan Amount: \$ _____ Loan Term: (Yrs) _____

Interest Rate: _____ % _____ Variable _____ Fixed

Collateral Required: _____ Equity Required: _____

Equity Information:

Amount available from business or owners for investment: \$ _____

Source of owner's equity into project: bank financing

Project Location:

- Within the City Limits of (Fremont)
- Outside of City Limits but within the Zoning Jurisdiction of (Fremont)
- Unincorporated Area (Dodge County)

D. ATTACH THE FOLLOWING: (Items 9-15 shall be considered confidential)

(1) Brief description of the business' history.

Fremont Mall has been a staple in this community since 1966. It has been a community gathering place, a one stop shopping destination. It has provided jobs, retail, sales tax for the city throughout that time. For 52 years. With an annual sales revenue of \$19M the mall has provided over \$8M local sales tax if we considered 1% sales over the last 52 years. This does not include property tax over that time. Current owner has owned mall for over 18 years.

(2) Brief description of the proposed project. Has any part of this project been started? Yes No

We plan on spending \$2,500,000 for the overall project. A portion of that will be on general mall improvements, this will spur future build out and tenant acquisitions. The initial phase would include the 40,000 sq. ft anchor bay improvement. The initial effort will provide funding that will support roof and HVAC units and tenant improvements for large national sporting goods store. We will work with an architect/designer to provide us with best uses to common areas and store fronts for the entire mall.

(3) Description of Impact of Project on Applicant and Community: Our mall location provides economic and direct commercial corridor impact to the entire city-block location that surrounds the Fremont Mall. That impact includes the flow of retail traffic to the following businesses: Hy-Vee Food and Grocery, Village Inn, Gordmans, Fairfield, Main Street theaters, and many more. I have attached several letters from manager's of businesses in support of this funding. The entire 5 block radius is affected by retail tenancy at the mall. Studies show when a local mall has a retail anchor and full retail mall, the sales and foot traffic increases sales and taxable activity within a commercial corridor are tied to that very growth indicator. The negative alternative is a mall with no anchor and that leads quickly to a mall with no retail tenants. This negative impact of empty malls has a website that tracks them titled: Deadmalls.com. Our goal is to maintain our Fremont Mall, and create the very necessary improvements needed to attract and retain businesses for years to come.

(4) Key management experience and skills related to the project please see provided attachment on Dial Companies holdings and management experience.

(5) Have you ever declared bankruptcy? No Yes If yes, Bankruptcy Chapter _____ Case # _____ Date of Deposition/Discharge _____

(6) Are there any unsatisfied judgments against you? No Yes Amount per month _____ To Whom _____

(7) Have you defaulted on any previous loan? No Yes Give details _____

(8) Are you a party to a lawsuit? No Yes Give details _____

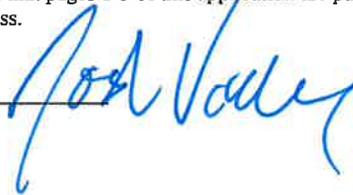
-
- (9) 3-Year historical balance sheets and operating statements. Current statements less than 90 days old. (Existing Businesses Only). Provide the following and reconcile to current balance sheet:
 - Aging of Accounts Payable and Accounts Receivable.
 - List of current obligations.
 - (10) Personal Financial Statement and resumes for each person owning 20% or more of the business.
 - (11) Credit Report from Credit Reporting Agency. Contact your bank for information.
 - (12) Monthly cash flow analysis for the next 12 months and for new businesses, 3 months beyond the breakeven point.
 - (13) Indemnification Agreement
 - (14) Tax Returns for the last two years
 - (15) Business Plan

Once all documents have been received, the City of Fremont staff will review the application to determine if it meets the Local Option Economic Development Plan Fund or Economic Enhancement Loan Fund eligibility requirements. If eligible, a meeting will be scheduled with you.

The above information is accurate to the best of my knowledge and belief. The above information is provided to help you evaluate the feasibility of obtaining public financial assistance. I understand that pages 1-3 of this application are public information and are subject to public disclosure during the application process.

Dated: April 16, 2018

Signature:



April 13, 2018

To Whom It May Concern,

I am the store director of the Hy-Vee at the Fremont Mall. I fully support the LB-840 funds be used to secure a national big box anchor at the mall. We have seen a drop-in traffic because of the vacancy. Please consider supporting The Fremont Mall in it's efforts to attract new tenants and redevelopment. It directly impacts Hy-Vee's business as well as all other tenants in the mall and surrounding area. Without retailers like Fremont Mall is trying to secure, area residents travel the relatively short distance to Omaha to make their purchases. This inevitably leads to additional retail spending while they are there instead of spending in Fremont. These retail tax dollars are vital to the continued success and growth of Fremont now and into the future.

Sincerely,

Andrew Yocum

Andrew Yocum

Store Director

Hy-Vee 1185

April 13, 2018

To Whom It May Concern,

I am the Manager of the Main Street 7 Theatres at the Fremont Mall. I fully support the LB-840 funds be used to secure a national big box anchor at the mall. We have seen a drop-in traffic because of the vacancy. Please consider supporting The Fremont Mall in it's efforts to attract new tenants and redevelopment. It directly impacts Main Street 7 Theatres' business as well as all other tenants in the mall and surrounding area.

Sincerely,

A handwritten signature in black ink, appearing to read 'Nick Engardt', with a long horizontal flourish extending to the right.

Nick Engardt

Manager, Main Street 7 Theatres

April 13, 2018

To Whom It May Concern,

I am the Store Manager of the Bath and Body Works at the Fremont Mall. I fully support the LB-840 funds be used to secure a national big box anchor at the mall. We have seen a drop-in traffic because of the vacancy. Please consider supporting The Fremont Mall in it's efforts to attract new tenants and redevelopment. It directly impacts Bath and Body Works' business as well as all other tenants in the mall and surrounding area.

Sincerely,

A handwritten signature in black ink that reads "Andrea Debnam". The signature is written in a cursive, flowing style.

Andrea Debnam

Store Manager, Bath and Body works

April 13, 2018

To Whom It May Concern,

I am the Owner/Manager of the Imperial Palace Express at the Fremont Mall. I fully support the LB-840 funds be used to secure a national big box anchor at the mall. We have seen a drop-in traffic because of the vacancy. Please consider supporting The Fremont Mall in it's efforts to attract new tenants and redevelopment. It directly impacts Imperial Palace Express's business as well as all other tenants in the mall and surrounding area.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Wang". The signature is fluid and cursive, with a large initial "R" and "W".

Randy Wang

Owner/Manager, Imperial Palace Express

April 13, 2018

To Whom It May Concern,

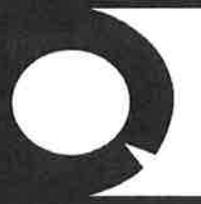
I am the Owner/Manager of the Nail Trix at the Fremont Mall. I fully support the LB-840 funds be used to secure a national big box anchor at the mall. We have seen a drop-in traffic because of the vacancy. Please consider supporting The Fremont Mall in it's efforts to attract new tenants and redevelopment. It directly impacts Nail Trix's business as well as all other tenants in the mall and surrounding area.

Sincerely,

A handwritten signature in black ink, appearing to read "Quynh Nguyen". The signature is fluid and cursive, written in a professional style.

Quynh Nguyen

Owner/Manager, Nail Trix



Dial Companies



© 2017
Portfolio

11506 Nicholas Street,
Suite 100
Omaha, Nebraska 68154
(402) 493-2800
dialcompanies.com

Dial Realty Corp
DP Management, LLC
Dial Senior Properties
Dial Retirement Communities

SHOPPING CENTERS

SHOPPING CENTERS (CONT.)

Name/Location	Major Tenants	GLA
COLORADO		
◆ Cheyenne Mountain I-25 & Lake Ave Colorado Springs, Colorado Type: Power Strip	Target, OfficeMax, Payless ShoeSource, Petco, Subway, Sally Beauty Supply, GNC, Weight Watchers	200,000 SF
◆ Market at Chapel Hills Academy Blvd & Cragin Colorado Springs, Colorado Type: Restaurant Pad	On the Border	22,600 SF
◆ Market at Chapel Hills - West Academy Blvd & Cragin Colorado Springs, Colorado Type: Strip	The Mattress Firm, HuHot Mongolian Grill	10,000 SF
◆ North Academy III Academy Blvd & Shrieder Colorado Springs, Colorado Type: 3 Strips	David's Bridal, Beauty Brands, Cold Stone Creamery, SAS Shoes, Extreme Pizza, Panera Bread, Dr. Visionworks, Sprint	10 AC
ILLINOIS		
◆ Riverplace Centre 7th St & John Deer Rd Moline, Illinois Type: Power Strip	Great Clips, Happy Nails, Sprint, The Cash Store, Kohl's, Hy-Vee, Target	390,000 SF
◆ Rock Valley Plaza John Deere Rd & 44th St Rock Island, Illinois Type: Strip	Dollar General, Trinity Rehabilitation, John Taylor Day Spa, Bard Optical	142,911 SF
IOWA		
◆ Garner Farms Commercial West 53rd & Northwest Blvd Davenport, Iowa Type: Strip	Anytime Fitness, China City, KK Nails, Public House Bar, Dial Retirement Communities	10,500 SF
◆ Lake Manawa Power Centre I-80 & Hwy 192 Council Bluffs, Iowa Type: Power Center	Walmart, Sam's Club, ALDI, Home Depot, Menards, Toys"R"Us, OfficeMax, Harbor Freight	584,862 SF
◆ Lake Manawa Centre I-80 & Hwy 192 Council Bluffs, Iowa Type: Retail Center	Payless ShoeSource, Sally Beauty Supply, Subway, H&R Block, Tobacco Hut, Supercuts, Beijing Chinese Restaurant	14,758 SF
◆ Lake Manawa Centre III I-80 & Hwy 192 Council Bluffs, Iowa Type: Strip	HuHot Mongolian Grill, Dickey's Barbecue Pit, Max Muscle, OfficeMax Outlot Available	11,320 SF
◆ River Hills Shopping Center Hwy 65 South Iowa Falls, Iowa Type: Strip	Hy-Vee, Goodwill Industries, Ashlee's Creative Arts Academy, Plaza Vera Cruz, Shoe Sensation 30,000 SF Available	97,820 SF
KANSAS		
■ Big Creek Crossing 29th & Vine St Hays, Kansas Type: Enclosed	JCPenney, AMC Cinemas, Buckle, Maurices, Stage, Starbucks, Christopher & Banks, rue21, Glik's 2 Outlots Available	216,406 SF
MICHIGAN		
◆ Delta Place 3rd Ave & N Lincoln St Escanaba, Michigan Type: Strip	Super One Foods, Dollar Tree, Pizza Hut	85,659 SF
◆ Delta Plaza Mall 3rd Ave & N Lincoln St Escanaba, Michigan Type: Enclosed	Christopher & Banks, Bath & Body Works, Tradehome, Maurices 3 Outlots Available	187,659 SF

Name/Location	Major Tenants	GLA
MISSOURI		
■ Mart Plaza N Belt Hwy & Gene Field Rd St. Joseph, Missouri Type: Strip/Mixed Use	Kmart, Dollar Tree 3 Outlots Available	116,700 SF
◆ Tremont Square I-29 & NW 64th St Kansas City, Missouri Type: Open Air Center	Hen House Market, Great Clips, Dunkin Donuts, Chipotle, Massage Envy, H&R Block, Papa Murphys, The UPS Store, Goodcents Subs	113,485 SF
NEBRASKA		
◆ Fremont 23rd St. & Hwy 30 Fremont, Nebraska Type: Strip	Sprint, Verizon	6,500 SF
■ Fremont Mall Hwy 30 & Bell St Fremont, Nebraska Type: Enclosed	Hy-Vee, Maurices, Buckle Raising Cane's, Outlot Available	236,786 SF
◆ Hilltop Mall Hwy 2 & 48th St Kearney, Nebraska Type: Enclosed	JCPenney, Tradehome Shoes, Old Navy, Herberger's, Famous Footwear, Sporting Edge, Buckle Outlot Available	270,437 SF
■ Keystone Building One 73rd & Q St Ralston, Nebraska Type: Strip/Mixed Use	American Home Patient, ABM Janitorial Services, Dicon	15,000 SF
▶ Lakeside Plaza 171st & West Center Rd Omaha, Nebraska Type: Strip	Baker's, GNC, Twin Peaks Hallmark, Sally Beauty Supply, Starbucks, Dairy Queen, Wells Fargo,	217,000 SF
◆ Meadows Center Hwy 275 & Pasewalk Ave Norfolk, Nebraska Type: Strip & Outlots	Menards, Hy-Vee	200,000 SF
▶ Petco 72nd & Dodge Omaha, Nebraska Type: Strip	Petco, FedEx	27,742 SF
◆ Peony Park Plaza 78th & Cass St Omaha, Nebraska Type: Outlots	Hy-Vee, Fazoli's, First National Bank, Big Red Keno, Discount Tire	17 AC
■ Platte River Mall Phillip & Dewey (Hwy 83) North Platte, Nebraska Type: Enclosed	Herberger's, Buckle, Maurices, AMC Cinemas, Hibbett Sports 3 Outlots Available	238,967 SF



Hilltop Mall
Kearney, NE
(Enclosed Mall)



Tremont Square
Kansas City, MO
(Open Air Center)

■ Asset Managed Property ◆ Redevelopment/Expansion ▶ Joint Venture

* To be owned or controlled by partnerships or other entities affiliated with principals of the Dial Companies Corporation

◆ Owned or controlled by partnerships or other entities affiliated with principals of the Dial Companies Corporation

SHOPPING CENTERS (CONT.)

Name/Location	Major Tenants	GLA
NEBRASKA (cont.)		
■ Ralston Town Square 72nd & Q St Ralston, Nebraska Type: Strip	Salon 84, South Omaha Dental, Panda 88, Modern Medicine, Shelter Mutual Insurance Company	10,804 SF
▶ Shoppes at Market Pointe 72nd & Giles Papillion, Nebraska Type: Power Strip	Walmart, Lowe's, Kohl's, Panera Bread, Qdoba, GameStop, Five Guys, Arby's, Chick-fil-A	253,903 SF
◊ Sunset Plaza Hwy 275 & Hwy 81 Norfolk, Nebraska Type: Enclosed	Herberger's, JCPenney, Target, Maurices, Famous Footwear, Buckle, Hibbett Sports	235,768 SF
◊ The Village Centre 3rd Ave & Hwy 30 Columbus, Nebraska Type: Open-Air Center	JCPenney, Menards, Cato, Buckle, Dollar Tree, rue21, Maurices, Famous Footwear	90,630 SF
■ Veterans Square Hwy 31 & Veterans Dr. Elkhorn, Nebraska Type: Strip	Caribbean Tan, Advanced Family Eye Care, Stereo West	11,050 SF
WISCONSIN		
▶ Appleton College Ave & Tri-County Expressway, Hwy 441 Appleton, Wisconsin Type: Strip	Menards, Taco Bell 1.2 AC Outlot Available 1,500 SF Building Available	200,000 SF
▶ Fond du Lac 51st Blvd & Fond du Lac Milwaukee, Wisconsin Type: Strip	Jackson Hewitt 7,000 SF Building Available 1,500 SF Building Available	12,000 SF
▶ Menomonee Falls I Appleton & Co Line Rd Menomonee Falls, Wisconsin Type: Strip	Target, OfficeMax, Panera Bread, Noodles & Company, Starbucks, Verlo Mattress	200,000 SF
▶ Menomonee Falls II Appleton & Co Line Rd Menomonee Falls, Wisconsin Type: Retail Development	Marcus Theatres, Wells Fargo, UNO Pizza 6,000 SF Building Available	100,000 SF

SHOPPING CENTER DEVELOPMENT AND REDEVELOPMENT

Name/Location	Major Tenants	GLA
KANSAS		
◆ Leavenworth Plaza Redevelopment Idaho St & S 4th St Leavenworth, Kansas Type: Strip	Westlake Ace Hardware, Sprint, Papa Murphy's, Hibbett Sports	20,89 AC
NEBRASKA		
◊ Salt Creek Center 27th St & I-80 Lincoln, Nebraska Type: Highway & Commercial	Tractor Supply, Quality Inn, Arby's, Hampton inn, Indian Motorcycle, TownePlace Suites, Perkins 3 Outlots Available	30 AC
SOUTH DAKOTA		
◊ Yankton Mall 21st St & Hwy 81 Yankton, South Dakota Type: Enclosed	Dunham's Sports, AMC Theatres, Tradehome Shoes, Christopher & Banks 2 Outlots Available	214,000 SF

AVAILABLE OUTLOTS

Name/Location	Major Tenants	Availability
IOWA		
* Regency Devils Glen Rd at Middle Rd Bettendorf, Iowa	184 Unit Apartment Complex	1 Available 1 AC
■ Lake Manawa Center I-80 & Hwy 92 Council Bluffs, Iowa	Home Depot, Walmart, Sam's Club, Toys'R'Us	1 Available 10 AC
KANSAS		
■ Big Creek Crossing 32nd & Vine St Hays, Kansas	JCPenney, Stage, Buckle, Maurices, Christopher & Banks, AMC Theatres	2 Available .62 AC (2)



Shoppes at Market Pointe
Papillion, NE
(Strip Mall)

MICHIGAN		
■ Delta Plaza Mall 3rd Ave & N Lincoln St Escanaba, Michigan	Christopher & Banks, Bath & Body Works, Tradehome, Maurices	3 Available .33 AC .55 AC 1.55 AC
MISSOURI		
■ Mart Plaza N Belt Hwy & Gene Field Rd St. Joseph, Missouri	Kmart, Dollar Tree	3 Available 1 AC (2) .95 AC
MINNESOTA		
■ Mesabi Mall 1101 E 37th St Hibbing, Minnesota	Super One Foods, Family Dollar, L&M Fleet Supply, U.S. Postal Service	1 Available .96 AC
NEBRASKA		
■ Fremont Mall Hwy 30 & Bell St Fremont, Nebraska	Hy-Vee, Maurices, Buckle, Raising Cane's	1 Available .11 AC
■ Hastings Commons 3000 Osbourne Dr East Kearney, Nebraska	Dunham's Sports, Tractor Supply	2 Available .74 AC (2)
■ Hilltop Mall 5011 N 2nd St Kearney, Nebraska	JCPenney, Tradehome Shoes, Old Navy, Herberger's, Famous Footwear, Sporting Edge, Buckle	1 Available 3.2 AC
■ Kimball 5011 N 2nd St Kimball, Nebraska	Raw ground	2 Available 2.4 AC 140 A
■ Platte River Mall Phillip & Dewey (Hwy 83) North Platte, Nebraska	Herberger's, Maurices, Buckle, Hibbett Sports, AMC Theatres	3 Available .92 AC (2) .75 AC
■ Salt Creek Center 27th & I-80 Lincoln, Nebraska	Hampton Inn, Quality Inn, Tractor Supply, TownePlace Suites, Indian Motorcycle, Perkins	3 Available N 1.8 AC 4.13 AC 6.72 A
■ Sunset Plaza 1700 Market Lane Norfolk, Nebraska	Herberger's, JCPenney, Target, Maurices, Famous Footwear, Buckle, Hibbett Sports	1 Available 1.65 AC
SOUTH DAKOTA		
■ Yankton Mall 2101 Broadway Yankton, South Dakota	Dunham's Sports, Christopher & Banks, Tradehome Shoes	2 Available 1 AC (2)
■ South Yankton Hwy 81 Yankton, South Dakota	Retail ground	1 Available 2.26 AC

■ Asset Managed Property ◆ Redevelopment/Expansion ▶ Joint Venture

* To be owned or controlled by partnerships or other entities affiliated with principals of the Dial Companies Corporation

◊ Owned or controlled by partnerships or other entities affiliated with principals of the Dial Companies Corporation

OFFICE BUILDINGS

Name/Location	GLA
IOWA	
▶ University of Iowa Medical Clinic 1030 S Scott Blvd Iowa City, Iowa	9,000 SF
MISSOURI	
▪ Mart Plaza N Belt Hwy & Gene Field Rd St. Joseph, Missouri	37,251 SF
NEBRASKA	
▪ Bloomfield Hills (Office Condos) 9802 Nicholas St Omaha, Nebraska	31,207 SF
◊ Dial Building - Miracle Hills I 11506 Nicholas St Omaha, Nebraska	25,981 SF
◊ 1065 Building - Miracle Hills III 1065 North 115th St Omaha, Nebraska	17,787 SF
▶ Miracle Hills Building V (Farmers National Building) 11516 Nicholas St Omaha, Nebraska	35,972 SF
◊ Miracle Hills North Building VI 11850 Nicholas St Omaha, Nebraska	13,987 SF
◊ Miracle Hills South Building VI 11840 Nicholas St Omaha, Nebraska	14,015 SF
◊ Miracle Hills VII 11605 Miracle Hills Drive Omaha, Nebraska	39,054 SF



Miracle Hills VII
Omaha, NE
(Office)



Miracle Hills V
Omaha, NE
(Office)

PROPOSED OFFICE/INDUSTRIAL

Name/Location	Available
◊ Eisenhauer Business Park Walzem Rd San Antonio, Texas	37 AC

SINGLE FAMILY HOUSING

Name/Location	Units
IOWA	
◊ Whispering Creek Whispering Creek Dr. & Nicholas Blvd Sioux City, Iowa	Phase I - 14/46 Phase II - 44/44 Phase III - 7/16 Phase IV - April 25th

MULTI-FAMILY HOUSING

Name/Location	Units
IOWA	
◊ Regency Apartments Devils Glen Rd at Middle Rd Bettendorf, Iowa	184
◊ Valley View Apartments Madison Ave & Valley View Dr Council Bluffs, Iowa	258
NEBRASKA	
◊ Cambridge Villas 168th & Burke St Omaha, Nebraska	72 (Current) 66 (Opening Summer 2017)
* Grove Ridge Apartments 192nd St & W Dodge Road Omaha, Nebraska	272 (Proposed)



Cambridge Villas
Omaha, NE
(Multi-Family)



Regency Apartments
Bettendorf, IA
(Multi-Family)

MIXED USE DEVELOPMENT

Name/Location	Available
NEBRASKA	
◊ Southwest Village West Denton Rd & Hwy 77 Lincoln, Nebraska	Land Available 24 acres Zoned for: retail, office, hotel, residential
KANSAS	
▶ 135th & Pflumm 160 senior apartments Overland Park, Kansas	160 senior apartments 150,000 SF commercial 12 outlots

SENIOR HOUSING

Name/Location	Units
ILLINOIS	
◊ Willow Falls Senior Living 1681 Willow Circle Dr Crest Hill, IL	Independent 76 Assisted 81 Memory Care 31
IOWA	
◊ Legacy Pointe Assisted Living 1020 S Scott Blvd Iowa City, Iowa	Assisted 68
◊ Legacy Ridge Independent Living 1080 Silvercrest Way Iowa City, Iowa	Independent 24 Expansion with Commons 57
◊ Legacy Gardens Special Memory Care 15 Silvercrest Place Iowa City, Iowa	Memory Care 40
◊ Silvercrest Garner Farms Assisted Living 1575 W 53rd St Davenport, Iowa	Assisted 51 Memory Care 18
◊ Garner Place Independent Living 1545 W 53rd St Davenport, Iowa	Independent 24 Expansion with Commons 57

■ Asset Managed Property ◆ Redevelopment/Expansion ▶ Joint Venture
 * To be owned or controlled by partnerships or other entities affiliated with principals of the Dial Companies Corporation
 ◊ Owned or controlled by partnerships or other entities affiliated with principals of the Dial Companies Corporation

SENIOR HOUSING (CONT.)

Name/Location	Units
IOWA	
◊ Silvercrest at the Woodlands Assisted Living 12605 Woodlands Pkwy Clive, Iowa	Assisted 55 Memory Care 15
◊ Woodlands Creek Independent Living 12695 Woodlands Pkwy Clive, Iowa	Independent 24 Expansion with Clubhouse 53
◊ Fountains Assisted Living 3752 Thunder Ridge Rd Bettendorf, Iowa	Assisted 52 Memory Care 16
◊ Fountains Independent Living 3740 Thunder Ridge Rd Bettendorf, Iowa	Independent 24 Expansion with Clubhouse 53
◊ Whispering Creek Senior Living Campus 6115 Whispering Creek Dr Sioux City, Iowa	Assisted 39 Memory Care 16 Ind. Apts/Clubhouse 39
KANSAS	
◊ Silvercrest at College View 13600 West 110th Terrace Lenexa, Kansas	Assisted 52 Memory Care 18 Independent 65
◊ Silvercrest at Deer Creek 13060 Metcalf Ave Overland Park, Kansas	Independent 61 Independent Expansion 34 Assisted 30
NEBRASKA	
■ Fountainview Senior Living Community 5710 S 108th St Omaha, Nebraska	Independent 75 Assisted 24 Memory Care 15
◊ Elk Ridge Assisted Living 19400 Elk Ridge Dr Elkhorn, Nebraska	Assisted 52 Memory Care 16
◊ Elk Ridge Independent Living 19301 Seward Plaza Omaha, Nebraska	Independent/Clubhouse 59 Independent Phase II 59
■ Ridgewood Senior Living Campus Bennington Rd & Hwy 36 Bennington, Nebraska	Independent/Commons 39 Assisted 51 Memory Care 16
◊ Aksarben Village Senior Living Community 72nd & Pacific St Omaha, NE	Independent 49 Assisted 60 Memory Care 27
TEXAS	
◊ Independence Hill Senior Living Campus 20450 Huebner Road San Antonio, Texas	Independent 292 Assisted 68 Villas 103

SENIOR HOUSING UNDER CONSTRUCTION

Name/Location	Units
ILLINOIS	
◊ Moline Senior Living 635 10th Avenue Moline, Illinois Construction starting 2017	Assisted 52 Memory Care 18 Independent 66
NEBRASKA	
◊ The Knolls Senior Living 24th & Old Cheney Rd Lincoln, Nebraska Construction starting 2017	Assisted 60 Memory Care 20 Independent 55

HOTELS

Name/Location	Rooms
KANSAS	
► Fairfield Inn 4th & Colorado Manhattan, Kansas	98
► Hilton Garden Inn & Conference Center 3rd & Ft. Riley Blvd Manhattan, Kansas	135
NEBRASKA	
► Hampton Inn I-80 & 27th St Lincoln, Nebraska	83
► Hilton Garden Inn & Conference Center 180th & Dodge St Omaha, Nebraska	119
► Home2 Suites by Hilton 180th & Dodge St Omaha, Nebraska	105
► TownePlace Suites I-80 & 27th St Lincoln, Nebraska	90



Hilton Garden Inn & Conference Center
Omaha, NE
(Hotel)

PROPOSED SENIOR APARTMENTS

Name/Location	Apartments
TEXAS	
► Senior Apartments Matlock & E Bardin Arlington, Texas	180
► Senior Apartments Coit & Mapleshade Plano, Texas	160
► Senior Apartments E Vista Ridge Mall Dr & Lake Vista Lewisville, Texas	160

SENIOR APARTMENTS UNDER CONSTRUCTION

Name/Location	Apartments
KANSAS	
► Affordable Active Adult Apartments 119th & Ridgeway Olathe, Kansas	146

■ Asset Managed Property ◆ Redevelopment/Expansion ► Joint Venture

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DIAL REALTY CORP

DEVELOPMENT AND ACQUISITION

Dial Realty, Inc. has a multitude of commercial, residential and multi-family projects primarily in the Midwest. On January 1, 1993, Dial Realty, Inc., split into two companies: Dial Realty Inc., and Dial Realty Corp, with each company doing its own development. Dial Realty Corp is chaired by Chris Held with Jeannine DeVetter as President and Rick North as Executive Vice President.

These three principals are charged with the management and operations of the company. Dial Realty Corp is currently working on various projects including: commercial real estate developments, major tenant site selection, shopping center acquisitions, office building acquisitions, development of: mixed-use developments, hotel development, power center and strip centers developments.

The Dial Companies

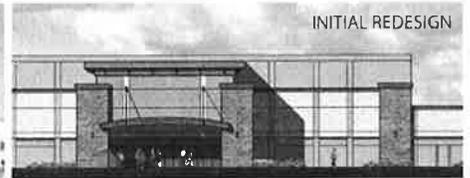
FOUNDED IN 1959 | OMAHA, NE



Lake Manawa Council Bluffs, IA (Power Strip)



BEFORE



INITIAL REDESIGN



Village Centre Columbus, NE (Open Air)



CURRENT EXTERIOR

Big Creek Crossing Redevelopment
Our most recent redevelopment project was with Big Creek Crossing in Hays, Kansas. By working with the City of Hays in a Private-Public Partnership, we created a Community Improvement District (CID) to initiate a multi-phase rebranding and redevelopment of the mall.

DP MANAGEMENT, LLC

MANAGEMENT, LEASING, DEVELOPMENT, REDEVELOPMENT

DP Management, LLC is comprised of asset managers, comprehensive real estate property managers, and development/redevelopment members. An experienced staff of national leasing representatives, proven and certified office, apartment and shopping center managers, marketing directors and experienced development experts direct the full range of management

services. The company utilizes the latest tools and processes to maximize its management portfolio. DP Management manages assets for institutional investors, individual owners and Dial Companies affiliates. The development team has strong ties with national, department and retail tenants for new, in-line or freestanding developments.

A member of:



DIAL SENIOR PROPERTIES

DEVELOPMENT OF SENIOR LIVING, RESIDENTIAL AND COMMERCIAL PROJECTS

Dial Senior Properties, LLC was created to specifically develop senior housing properties throughout the Midwest.

Dial Senior Properties, LLC is directed by brothers Mike Day and Patrick Day as managing members.

Dial Senior Properties has been assigned to efficiently develop senior living communities, specifically assisted living and special memory care. The company will oversee the entire development project from financial planning through

the construction process to opening, resulting in a superb final product.

In conjunction with its management company, Dial Retirement Communities, Dial Senior Properties is enjoying the success of the senior living industry and has positioned itself to become the primary real estate developer of quality senior living communities throughout the Midwest.



The Fountains
Bettendorf, IA
(Senior Housing)



Whispering Creek
Sioux City, IA
(Senior Housing)

DIAL RETIREMENT COMMUNITIES

MANAGEMENT SERVICES FOR SENIOR COMMUNITIES

Dial Retirement Communities (DRC) offers a broad-based portfolio of services to facilities developed by the Dial Senior Properties and to outside clients and owners. With properties throughout the Midwest, facilities range from independent, assisted living, and memory care communities to senior cooperative projects and residential care facilities. Dial Retirement Communities, is comprised of a team of committed

and experienced professionals with a clear vision for the senior housing industry. This combined experience and common vision gives DRC the innovative edge for performance and profit. Dial Retirement Communities, provides only top of the market facilities and services, offering exceptional value per square foot while maintaining competitive pricing within the community.



DIAL SENIOR PROPERTIES
Mike Day, Managing Member
Patrick Day, Managing Member



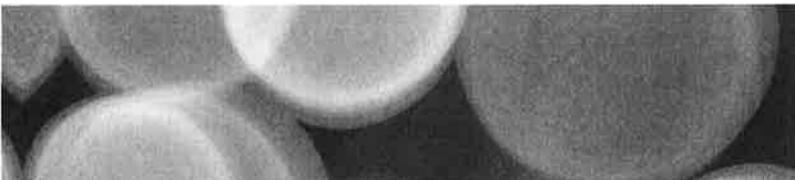
DIAL RETIREMENT COMMUNITIES
Ted Lowndes, President



DIAL REALTY CORP
Christopher R. Held, Chairman
Jeannine DeVetter, President
Rick L. North, Executive Vice President



DP MANAGEMENT, LLC
Terry Clauff, CEO
Brian Reilly, President
Robert Furley, CFO
Steve Toth, Vice President-Operations



Founded in 1959 in Omaha, Nebraska, The Dial Companies have maintained an ever-increasing presence in Midwest real estate. Dial is engaged in planning, acquisition, development, financing, construction, leasing, management and the many other facets of real estate. This includes single-family housing, apartment communities, shopping centers, office buildings, senior housing facilities, hotels, and mixed-use developments. Dial's portfolio includes properties throughout the Midwest.



The Dial Companies bring to each venture a wealth of experience and expertise. Dial's track record is one of the industry's most successful. Dial's greatest asset is its people and the long-term relationships it has built over 55 years with employees, customers, financial partners and the many communities it serves.



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